

EXHIBIT F

BUTZEL LONG
ATTORNEYS AND COUNSELORS

Tax I.D. No 38-2384883

Suite 100 150 West Jefferson
Detroit, Michigan 48226
T: 313 225 7000 F: 313 225 7080
butzel.com

October 25, 2006

To: David Sherbin, Esq., Delphi Corp.
Mr. John D. Sheehan., Delphi Corp.
John Wm. Butler, Jr., Esq., Skadden, Arps, Slate, Meagher & Flom, LLP
Alicia M. Leonhard, Esq., Office of the United States Trustee
Robert J. Rosenberg, Esq., Latham & Watkins, LLP
Marissa Wesely, Esq., Simpson Thacher & Bartlett, LLP
Donald Bernstein, Esq., Davis Polk & Wardell
Ms. Valeria Venable, GE Plastics, Americas

**Summary of Total Billable Hours by Category
for the Period September 1, 2006 through September 30, 2006**

<u>Matter Description</u>	<u>Hours</u>	<u>Amount</u>
Business Operations	369.70	90,387.20
Employee Benefits/Pensions	56.00	10,528.00
Litigation	116.20	18,504.50
Totals:	<u>541.90</u>	<u>\$119,419.70</u>

**Summary of Disbursements
for the Period September 1, 2006 through September 30, 2006**

<u>Disbursement</u>	<u>Amount</u>
Special Postage Charges	\$3.51
Express Delivery Charges	\$34.97
Travel Expenses	\$432.61
Document Copy Charges	\$63.60
Copies	\$46.00
Digital Reproduction	\$268.70
Totals:	<u>\$849.39</u>

**Summary of Total Billable Hours by Attorneys and Paraprofessionals
for the Period September 1, 2006 through September 30, 2006**

<u>Name</u>	<u>Position</u>	<u>Admitted</u>	<u>Rate</u>	<u>Hours</u>	<u>Totals</u>
Attorneys					
Thomas B. Radom	Shareholder	1974	\$250.00	172.50	\$43,125.00
Matthew Wilkins	Shareholder	1983	\$250.00	159.10	\$39,775.00
Edward M. Kronk	Shareholder	1971	\$250.00	5.90	\$1,475.00
Daniel J. Dulworth	Shareholder	1988	\$228.00	6.20	\$1,413.60
Herbert C. Donovan	Shareholder	1991	\$233.75	20.80	\$4,862.06
Susan L. Johnson	Sr. Attorney	1984	\$224.00	11.70	\$2,620.80
Paula A. Hall	Associate	2000	\$200.00	20.70	\$4,140.00
Charlotte A. Garry	Associate	1998	\$188.00	56.00	\$10,528.00
Timothy J. Lowe	Associate	2005	\$148.75	5.70	\$847.89
John R. Stevenson	Associate	2002	\$192.00	1.70	\$326.40
Michael T. Brennan	Associate	2006	\$140.25	31.60	\$4,431.95
Paralegals					
Laura E. Clark	Paralegal		\$119.00	46.00	\$5,474.00
Leonor Hendricksen	Paralegal		\$100.00	4.00	\$400.00
Grand Total:				<u>541.90</u>	<u>\$119,419.70</u>

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: INTERMET CORPORATION

000115900-0068

DATE	INIT	DESCRIPTION	TASK	HOURS
09/29/06	TBR	Telephone conference with A. Perry regarding extension.	03	.20

TOTAL BILLABLE HOURS 0.20

TOTAL FEES 50.00

TOTAL FEES 50.00

Matter Total 50.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: EMPLOYMENT SECONDMENT

000115900-0078

DATE	INIT	DESCRIPTION	TASK	HOURS
09/05/06	C_G	Attention to various charges and position statements.	06	8.00
09/06/06	C_G	Attention to various charges and position statements.	06	8.00
09/12/06	C_G	Receipt of Caldwell Charge; call to plant regarding Charge; call to Agency for extension; started initial investigation.	06	2.50
09/12/06	C_G	Receipt of Fuller Charge; call to plant regarding Charge; e-mail to all people involved in the "Open Door Process" regarding charge; started initial investigation.	06	2.50
09/12/06	C_G	Receipt of Smith Charge; call to plant regarding Smith Charge; call to agency for extension; started the initial investigation.	06	3.00
09/13/06	C_G	Attention to Caldwell Charge.	06	2.50
09/13/06	C_G	Attention to Fuller Charge.	06	2.50
09/13/06	C_G	Attention to Smith Charge.	06	3.00
09/19/06	C_G	Started drafting Caldwell position statement.	06	4.00
09/19/06	C_G	Reviewed medical documents for Smith charge and conducted follow-up investigation regarding buy-out and medical.	06	4.00

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)
SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/20/06	C_G	Finalized Caldwell position statement for filing.	06	4.00
09/20/06	C_G	Conversation with Investigator Robison regarding interviews and additional information and subsequent investigation/scheduling regarding additional information and interviews.	06	1.00
09/20/06	C_G	Attention to Fuller charge including follow-up calls to Phillip Suiter, Rosemary Brewer, Mary Beth Maciak and Dave Shade.	06	1.00
09/20/06	C_G	Attention to Smith charge including follow-up calls regarding Buy-out and medical and research regarding Buy-out.	06	2.00
09/27/06	C_G	Attention to Request for Redetermination on Stesiak.	06	2.00
09/27/06	C_G	Attention to Allie Request for Redetermination and hearing.	06	1.00
09/27/06	C_G	Wrote first draft of Smith position statement.	06	5.00

TOTAL BILLABLE HOURS 56.00

TOTAL FEES 10528.00

TOTAL FEES 10528.00

Matter Total 10528.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: BROCKWAY PRESSED METALS, INC.

000115900-0080

DATE	INIT	DESCRIPTION	TASK	HOURS
09/29/06	MEW	Review proposed interim customer distribution, back-up information.	03	.30

TOTAL BILLABLE HOURS 0.30

TOTAL FEES 75.00

TOTAL FEES 75.00

Matter Total 75.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: POST BANKRUPTCY GENERAL

000115900-0100

DATE	INIT	DESCRIPTION	TASK	HOURS
09/11/06	TBR	Review fee and expense proformas.	03	.40
09/12/06	TBR	Review and reply to K. Craft e-mail regarding GM fee setoff.	03	.40
09/12/06	TBR	Telephone conference with K. Craft regarding GM.	03	.30

TOTAL BILLABLE HOURS 1.10

TOTAL FEES 275.00

TOTAL FEES 275.00

Matter Total 275.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: GRIFFIN THERMAL PRODUCTS, INC.

000115900-0101

DISBURSEMENTS:

Copies	2.70

	2.70
TOTAL DISBURSEMENTS	2.70

Matter Total	2.70
	=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MRC INDUSTRIAL GROUP, INC.

000115900-0102

DATE	INIT	DESCRIPTION	TASK	HOURS
09/25/06	MEW	Review Amended Trust Agreement.	03	.20
09/27/06	MEW	BBK email regarding Customer call and review Agenda.	03	.10
09/29/06	MEW	Review updated loan balance summary.	03	.20

TOTAL BILLABLE HOURS 0.50

TOTAL FEES 125.00

TOTAL FEES 125.00

Matter Total 125.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: STEEL PARTS CORPORATION

000115900-0103

DATE	INIT	DESCRIPTION	TASK	HOURS
09/19/06	MEW	Review docket and pleadings.	03	.90
09/19/06	MEW	Email to and conference with M. Everett regarding Steel Parts bankruptcy filing.	03	.30
09/19/06	MEW	Review and analysis of SPC's financing motion and order, sale motion and memo to Delphi summarizing and review and summarize existing Accommodation Agreement.	03	2.00
09/20/06	MEW	Review, revise and draft memo regarding overview of bankruptcy case.	03	1.00
09/20/06	MEW	Email from and memo to Mark Johnson of Delphi regarding committee participation, set off rights.	03	1.50

TOTAL BILLABLE HOURS 5.70

TOTAL FEES 1425.00

DISBURSEMENTS:

Copies

2.60

2.60

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

TOTAL FEES 1425.00

TOTAL DISBURSEMENTS 2.60

Matter Total 1427.60

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: POST BANKRUPTCY GENERAL LITIGATION

000115900-0105

DISBURSEMENTS:

Copies

26.10

26.10

TOTAL DISBURSEMENTS

26.10

Matter Total

26.10
=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MPC

000115900-0107

DATE	INIT	DESCRIPTION	TASK	HOURS
09/12/06	TBR	Telephone conference with M. Everett regarding sale proceeds.	03	.20
09/12/06	TBR	Review Eynon e-mail regarding assignment.	03	.20
09/20/06	TBR	Telephone conference with E. Erman regarding fees.	03	.20
09/21/06	TBR	Review N. Lamb-Hale e-mail regarding sale issues.	03	.30
09/21/06	TBR	Telephone conference with N. Lamb-Hale, J. Applebaum, D. Freidman regarding sale issues.	03	.60

TOTAL BILLABLE HOURS 1.50

TOTAL FEES 375.00

TOTAL FEES 375.00

Matter Total 375.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: DELPHI CORPORATION VS. SEGWAY, INC. 000115900-0112

DATE	INIT	DESCRIPTION	TASK	HOURS
09/12/06	D D	Review and analysis of file and work on litigation plan.	10	1.60
09/12/06	D D	Legal research regarding causes of action and defenses to same.	10	2.00
09/13/06	D D	Continue strategizing causes of action, anticipating Segway's defenses and planning litigation strategy.	10	2.00
09/19/06	D D	Telephone conference with Jim Derian regarding litigation strategy.	10	.30
09/21/06	D D	Conference with Larry Conner of LexisNexis regarding electronic discovery strategies.	10	.30

TOTAL BILLABLE HOURS 6.20

TOTAL FEES 1413.60

DISBURSEMENTS:

Travel Expenses	42.28

	42.28

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

TOTAL FEES	1413.60
TOTAL DISBURSEMENTS	42.28
	<hr/>
Matter Total	1455.88
	=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: NEFF-PERKINS COMPANY

000115900-0114

DATE	INIT	DESCRIPTION	TASK	HOURS
09/11/06	TBR	Review Neff response to bank build.	03	.30
09/13/06	TBR	Telephone conference with A. Bowman regarding bank build.	03	.20
09/14/06	TBR	Review A. Bowman voicemail regarding bank build.	03	.20

TOTAL BILLABLE HOURS 0.70

TOTAL FEES 175.00

DISBURSEMENTS:

Travel Expenses	173.67

	173.67

TOTAL FEES 175.00

TOTAL DISBURSEMENTS 173.67

Matter Total 348.67

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: CEP PRODUCTS

000115900-0119

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	TBR	Review revised term sheet.	03	.40
09/01/06	TBR	Conference call with Customer Group, CEP, Wachovia regarding term sheet, DIP.	03	1.50
09/01/06	TBR	Telephone conference with M. Everett, J. Fetter, A. Perry regarding term sheet.	03	.40
09/05/06	TBR	Telephone conference with J. Hutchinson, S. Seewer, K. Katsma regarding customer funding, DIP.	03	.40
09/05/06	TBR	Telephone conferences with Customer Group, BBK regarding DIP, operations, chapter 11.	03	2.00
09/05/06	TBR	Telephone conferences with Delphi Team regarding legal options.	03	1.80
09/06/06	TBR	Review draft DIP order.	03	.70
09/06/06	TBR	Conference calls with Customer Group regarding DIP, funding, legal options.	03	2.00
09/06/06	TBR	Review draft amendments to Accommodation, Forbearance Agreements.	03	.40
09/06/06	TBR	E-mail to Delphi Team regarding amendments.	03	.30
09/06/06	TBR	Review e-mails regarding asset values.	03	.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/06/06	TBR	Telephone conferences with M. Everett regarding Mallack presentation.	03	.50
09/07/06	TBR	Conference calls with Customer Group regarding DIP, setoffs.	03	1.30
09/07/06	TBR	Review and reply to Wachovia e-mail regarding funding.	03	.40
09/07/06	TBR	E-mails with Delphi Team regarding funding, setoffs.	03	.60
09/07/06	TBR	Telephone conferences with M. Everett, J. Fetter, B. Lendzion regarding DIP, Mexico.	03	1.30
09/07/06	TBR	E-mails with S. Onsini regarding September 8 conference call.	03	.40
09/08/06	TBR	Telephone conferences with M. Everett regarding legal, business options.	03	.50
09/08/06	TBR	Telephone conferences with Delphi Team regarding DIP, resourcing options, setoff.	03	2.00
09/08/06	TBR	Conference calls with Customer Group regarding DIP.	03	1.50
09/09/06	TBR	E-mail to M. Everett, A. Perry regarding DIP order.	03	.20
09/09/06	TBR	Telephone conference with A. Perry, I. Scott regarding DIP order.	03	1.00
09/09/06	TBR	Review draft DIP order.	03	.60
09/11/06	TBR	Conference calls with Customer Group regarding DIP order, funding.	03	2.00
09/11/06	TBR	Telephone conferences with Delphi Team regarding DIP Order, funding, setoff.	03	2.00
09/11/06	TBR	E-mails to all parties regarding setoff waiver.	03	.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/11/06	TBR	Revise DIP order and e-mail to Customer Group regarding same.	03	2.50
09/12/06	TBR	Conference calls with Customer Group regarding DIP order, funding.	03	1.50
09/12/06	TBR	Telephone conferences with Delphi Team regarding DIP order, setoff.	03	2.00
09/12/06	TBR	Review Fourth Amendment to Accommodation Agreement.	03	.20
09/12/06	TBR	Telephone conferences and e-mail with M. Everett regarding Fourth Amendment.	03	.40
09/12/06	TBR	Telephone conference with J. Downs regarding Fourth Amendment.	03	.20
09/12/06	TBR	E-mail to all parties regarding Fourth Amendment.	03	.20
09/12/06	TBR	Telephone conferences with S. Seewer, K. Katsma, D. Baty regarding Wachovia comments to DIP order.	03	.50
09/12/06	TBR	Review Wachovia drafts.	03	1.50
09/13/06	TBR	Conference calls with Customer Group regarding funding, DIP order.	03	2.00
09/13/06	TBR	Conference call with professionals regarding DIP order.	03	2.50
09/13/06	TBR	Telephone conferences and e-mails with Delphi Team regarding funding, DIP order, extension of Accommodation Agreement, Mexico.	03	3.00
09/14/06	TBR	Worked on revised DIP order.	03	6.00
09/14/06	TBR	Telephone conferences with M. Hammer, J. Bambery regarding DIP order.	03	.40
09/14/06	TBR	E-mail to professionals regarding DIP order.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/14/06	TBR	Conference call with professionals regarding DIP order.	03	3.00
09/14/06	TBR	Telephone conference and e-mail with A. Perry regarding funding.	03	.40
09/14/06	TBR	Telephone conference with BBK, J. Smith regarding funding.	03	.30
09/14/06	TBR	Telephone conferences with M. Everett regarding DIP order, funding.	03	.50
09/14/06	TBR	E-mail to Delphi Team regarding status of bankruptcy filing, DIP order.	03	.40
09/15/06	TBR	Conference call with professionals regarding DIP order.	03	2.00
09/15/06	TBR	Further revise DIP order.	03	4.00
09/15/06	TBR	Telephone conferences with Delphi Team, BBK regarding DIP order, setoffs, funding.	03	1.50
09/15/06	TBR	Telephone conference with Customer Group, BBK regarding incentive plan, carveout.	03	.50
09/15/06	TBR	Further revisions to DIP order and review exhibits to same.	03	4.50
09/18/06	TBR	Conference calls with Customer Group, CEP, Wachovia regarding DIP order.	03	3.50
09/18/06	TBR	E-mails regarding setoff confirmations.	03	.50
09/18/06	TBR	Telephone conferences with Delphi Team regarding DIP Order, setoff confirmations.	03	2.50
09/18/06	TBR	Further revisions to DIP Order.	03	2.00
09/19/06	TBR	Conference calls with Customer Group, CEP, Wachovia regarding DIP Order.	03	2.50
09/19/06	TBR	Conference calls with Delphi Team regarding DIP, funding, setoffs, Mexican payables.	03	2.00

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/19/06	TBR	Telephone conferences with Wachovia regarding Mexican payables.	03	.50
09/20/06	TBR	Reply e-mail to Wachovia changes to DIP Order.	03	.60
09/20/06	TBR	Conference calls with CEP, Customer Group, Wachovia regarding DIP Order, Mexican payables.	03	2.80
09/20/06	TBR	Telephone conference with M. Everett regarding status of bankruptcy.	03	.20
09/21/06	TBR	Telephone conference with M. Hammer regarding DIP Order.	03	.20
09/21/06	TBR	Telephone conference with Customer Group regarding Committee objections to DIP Order.	03	.80
09/21/06	TBR	Review Committee objection to DIP Order, Motion to Convert.	03	1.50
09/21/06	TBR	Telephone conference with S. Seewer regarding change of venue.	03	.20
09/21/06	TBR	Telephone conference with A. Perry, I. Scott regarding Mexican payables.	03	.20
09/21/06	TBR	Telephone conference with Delphi Team regarding Mexico.	03	.70
09/21/06	TBR	Telephone conference with M. Everett regarding bankruptcy filing.	03	.20
09/21/06	L H	Reviewed docket and pleadings on the bankruptcy case for the Northern District of Ohio and obtained copies of the pleadings; case administration.	03	4.00
09/22/06	TBR	Attend First Day Hearings in Akron Bankruptcy Court.	03	12.50
09/24/06	TBR	E-mail to Delphi Team regarding September 22 hearing.	03	.50

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/24/06	TBR	Review Downs, Bambery e-mails regarding Mexican payables.	03	.40
09/24/06	TBR	E-mail to J. Hutchinson regarding funding.	03	.20
09/25/06	TBR	Telephone conference with M. Hammer regarding DIP.	03	.20
09/25/06	TBR	Telephone conferences with M. Everett regarding DIP.	03	.40
09/25/06	TBR	Telephone conferences with I. Smith regarding Mexican payables, funding.	03	.50
09/25/06	TBR	Review and reply to T. Wearsch e-mails regarding Alabama Power.	03	.40
09/25/06	TBR	E-mails with Delphi Team regarding Alabama Power.	03	.40
09/25/06	TBR	Telephone conference with J. Bambery regarding employee, utilities claims.	03	.30
09/25/06	TBR	Review Baty e-mail regarding employee, utilities claims.	03	.20
09/25/06	TBR	Review court docket.	03	.20
09/25/06	TBR	Prepare pro hac vice order.	03	.20
09/25/06	TBR	Telephone conference with C. Justice regarding resourcing.	03	.20
09/25/06	TBR	Review Packard resourcing letter.	03	.20
09/26/06	TBR	Telephone conferences and e-mails with M. Everett regarding Mexican labor costs.	03	.50
09/26/06	TBR	E-mail to CEP counsel regarding Mexican labor costs.	03	.30
09/26/06	TBR	Review BBK e-mails regarding Mexico, retention plan, funding.	03	.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/26/06	TBR	E-mails with CEP counsel regarding cash collateral order.	03	.40
09/26/06	TBR	Review cash collateral order, cash management order.	03	.60
09/26/06	TBR	E-mail to Delphi Team regarding cash collateral order, cash management order.	03	.60
09/26/06	TBR	Telephone conferences with T. Wearsch, J. Downs regarding Amendment to Participation Agreement.	03	.50
09/26/06	TBR	Review Amendment to Participation Agreement.	03	.20
09/26/06	TBR	E-mail and telephone conference with I. Scott regarding Amendment to Participation Agreement.	03	.60
09/26/06	TBR	Telephone conference with M. Hammer regarding cash collateral order.	03	.20
09/26/06	TBR	Telephone conference with J. Downs, S. Isenberg regarding Mexican payables.	03	.50
09/26/06	TBR	Telephone conference with M. Everett, I. Scott regarding Mexican payables.	03	.50
09/26/06	TBR	Telephone conference with J. Fetter regarding resourcing.	03	.30
09/27/06	TBR	Review Postpetition Agreement regarding Mexican payables.	03	.60
09/27/06	TBR	Telephone conference with J. Downs, S. Isenberg regarding Mexican payables.	03	.30
09/27/06	TBR	Review e-mails regarding assisting customers.	03	.80
09/27/06	TBR	Telephone conference with M. Everett, J. Fetter regarding resourcing, equipment.	03	.40
09/27/06	TBR	Telephone conference with A. Bowman regarding new supplier.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS

October 12, 2006

ACCOUNT NUMBER: 000115900

INVOICE NO.: 8315289

09/28/06	TBR	Conference calls with Delphi Team regarding Mexico, funding.	03	2.00
09/28/06	TBR	Telephone conference with D. Baty regarding Mexican payables.	03	.20
09/28/06	TBR	Review Baty e-mail regarding Mexican payables.	03	.20
09/28/06	TBR	Telephone conference with M. Hammer regarding Mexican payables.	03	.20
09/28/06	TBR	Telephone conferences with J. Downs and S. Isenberg regarding Mexican payables.	03	1.50
09/28/06	TBR	Review e-mails regarding GM resourcing.	03	.40
09/28/06	TBR	E-mail to Delphi Team regarding resourcing notices.	03	.40
09/28/06	TBR	Review BBK e-mail regarding status of assisting customers.	03	.20
09/29/06	TBR	Review case management order.	03	.40
09/29/06	TBR	Telephone conference and e-mail with T. Wearsch regarding sale procedures motion.	03	.50
09/29/06	TBR	Telephone conferences with Delphi Team regarding GM, Visteon resourcing notices, Mexico.	03	1.00
09/29/06	TBR	Telephone conference with D. Messler regarding Hermosillo.	03	.30
09/29/06	TBR	Review Hermosillo offer.	03	.20
09/29/06	TBR	Telephone conferences with BBK regarding GM, Visteon resourcing.	03	.50
09/29/06	TBR	Telephone conferences with M. Hammer regarding Visteon resourcing.	03	.50
09/29/06	TBR	E-mails with M. Hammer regarding Visteon resourcing.	03	.80

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/29/06 TBR Telephone conference and e-mails with S. 03 .40
Seewer regarding GM resourcing.

TOTAL BILLABLE HOURS 124.50

TOTAL FEES 30525.00

DISBURSEMENTS:

Copies 119.20
Special Postal Charges 3.51

122.71

TOTAL FEES 30525.00

TOTAL DISBURSEMENTS 122.71

Matter Total 30647.71
=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: PIXLEY RICHARDS, INC.

000115900-0120

DATE	INIT	DESCRIPTION	TASK	HOURS
09/07/06	TBR	Telephone conference with T. Dunn regarding Trade Agreement.	03	.40
09/14/06	TBR	E-mails with J. Ruhm regarding Trade Agreement.	03	.30
09/15/06	TBR	E-mails to J. Ruhr regarding bank counsel.	03	.30
09/18/06	TBR	Telephone conference with T. Dunn regarding setoff issue.	03	.20
09/18/06	TBR	E-mail to K. Craft regarding setoff issue.	03	.20
09/19/06	TBR	Telephone conference with T. Dunn regarding Trade Agreement.	03	.20
09/19/06	TBR	E-mail to K. Craft regarding setoff issue.	03	.30
09/19/06	TBR	Telephone conference with Wachovia attorney regarding setoff.	03	.30
09/22/06	TBR	Telephone conferences with T. Dunn regarding Trade Agreement.	03	.40
09/25/06	TBR	Telephone conference with T. Dunn regarding setoff, Trade Agreement.	03	.20
09/25/06	TBR	Telephone conference with A. Andromalos, attorney for Wachovia, regarding setoff.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/25/06	TBR	Revised Trade Agreement, no setoff letter.	03	.70
09/25/06	TBR	E-mail to A. Andromalos, B. Smith regarding Agreements.	03	.20
09/26/06	TBR	Telephone conference with T. Dunn regarding Trade Agreement.	03	.20
09/26/06	TBR	Reviewed Ruhm e-mail regarding Trade Agreement.	03	.20
09/27/06	TBR	Telephone conference with T. Dunn regarding Trade Agreement.	03	.20
09/28/06	TBR	E-mail to B. Smith, A. Andromalos regarding conference call.	03	.20
09/29/06	TBR	E-mail and telephone conference with T. Dunn regarding Trade Agreement.	03	.50

TOTAL BILLABLE HOURS 5.30

TOTAL FEES 1325.00

TOTAL FEES 1325.00

Matter Total 1325.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: MILLER INDUSTRIAL PRODUCTS

000115900-0121

DATE	INIT	DESCRIPTION	TASK	HOURS
09/06/06	MEW	Telephone from Miller counsel regarding documents, price increase request.	03	.20
09/06/06	MEW	Telephone from Craig Archambault regarding status.	03	.20
09/27/06	MEW	Email from C. Archambault regarding agreement status, price increases.	03	.20
09/28/06	MEW	Email regarding matter status from Craig Archambault.	03	.10

TOTAL BILLABLE HOURS 0.70

TOTAL FEES 175.00

TOTAL FEES 175.00

Matter Total 175.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: STERLING MANUFACTURING COMPANY

000115900-0123

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	TBR	Review Rose e-mail regarding Visteon.	03	.20
09/01/06	TBR	Telephone conference with D. Rose regarding Visteon.	03	.30
09/01/06	TBR	Letter to C. Meyer regarding Agreements.	03	.20
09/06/06	TBR	Telephone conference with D. Rose regarding Visteon.	03	.20
09/06/06	TBR	E-mail to C. Meyer regarding Visteon.	03	.20
09/11/06	TBR	Review e-mails regarding PWC appraisal on patent.	03	.20
09/13/06	TBR	Telephone conference with C. Meyer regarding Visteon, Promissory Note.	03	.30
09/13/06	TBR	Telephone conference with D. Rose regarding Visteon.	03	.20
09/13/06	TBR	E-mail to B. Chapman regarding promissory note.	03	.20
09/20/06	TBR	Review Promissory Note.	03	.20
09/20/06	TBR	E-mail to C. Meyer regarding Promissory Note.	03	.20
09/20/06	TBR	Review and reply to D. Rose e-mail regarding Note, PWC appraisal.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/25/06	TBR	Review and reply to D. Rose e-mail regarding Promissory Note.	03	.20
09/25/06	TBR	Telephone conference with D. Rose regarding status.	03	.30

TOTAL BILLABLE HOURS 3.20

TOTAL FEES 800.00

DISBURSEMENTS:

Copies	38.00
Express Delivery Charges	34.97

	72.97

TOTAL FEES 800.00

TOTAL DISBURSEMENTS 72.97

Matter Total 872.97
=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: I & W INDUSTRIES, INC.

000115900-0124

DATE	INIT	DESCRIPTION	TASK	HOURS
09/18/06	TBR	Telephone conference with A. Perry regarding extension terms.	03	.30
09/18/06	TBR	Review I&W e-mail regarding bank build.	03	.20
09/19/06	TBR	Telephone conference with T. Lindahl regarding accommodation extension.	03	.30
09/19/06	TBR	Telephone conference with Delphi Team regarding accommodation extension.	03	.50
09/20/06	TBR	Telephone conference with A. Perry regarding Access Agreement.	03	.20
09/20/06	TBR	Conference call with Delphi Team regarding Access Agreement.	03	1.00
09/21/06	TBR	Conference calls with I&W, Delphi Team, Bank regarding extension of Accommodation Agreement.	03	1.00
09/22/06	TBR	Telephone conferences with A. Perry regarding extension of Accommodation Agreement.	03	.40
09/22/06	TBR	Telephone conference with S. Grow regarding extension of Accommodation Agreement.	03	.20
09/25/06	TBR	Conference call with Delphi Team regarding Access Agreement.	03	.70

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/25/06	TBR	Conference calls with I&W, Mark IV, Delphi, Bank regarding extension of Agreements.	03	1.00
09/25/06	TBR	Review Plante Moran e-mails regarding Bank builds.	03	.30
09/26/06	TBR	Telephone conference with S. Grow, T. Lindahl regarding extension terms.	03	.40
09/26/06	TBR	Telephone conference with I. Scott regarding extension terms.	03	.20
09/26/06	TBR	Review and reply to J. McInerney regarding extension terms.	03	.50
09/26/06	TBR	E-mail to Mark IV regarding extension terms.	03	.30
09/27/06	TBR	Drafted Amendments to Agreements.	03	1.00
09/27/06	TBR	E-mail draft Amendments to I&W, Mark IV, Bank.	03	.20
09/27/06	TBR	Telephone conference with S. Grow, T. Lindahl regarding Bank terms to extension.	03	.40
09/27/06	TBR	E-mails and telephone conference with Delphi Team regarding Bank terms.	03	.70
09/27/06	TBR	Telephone conference with J. Laino regarding Bank terms.	03	.30
09/28/06	TBR	Telephone conference with S. Grow regarding extension.	03	.40
09/28/06	TBR	Telephone conference with T. Lindahl regarding suit.	03	.30
09/28/06	TBR	Review Laino e-mail regarding extension.	03	.20
09/28/06	TBR	Telephone conference with Delphi Team regarding extension, equipment offer, Bank build.	03	.50
09/28/06	TBR	E-mail to S. Grow regarding acceptance of Bank terms.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/29/06	TBR	E-mail to I&W, Bank, Mark IV regarding extension.	03	.30
09/29/06	TBR	Telephone conference with T. Lindahl regarding extension.	03	.20
09/29/06	TBR	Telephone conference with S. Grow regarding extension.	03	.20
09/29/06	TBR	Telephone conference with J. McInerney regarding bank build.	03	.20
09/29/06	TBR	Telephone conference and e-mails with J. Laino regarding resourcing.	03	.60
09/29/06	TBR	Review Bank comments to extension.	03	.40
09/29/06	TBR	Review I&W comments to extension.	03	.30

TOTAL BILLABLE HOURS 13.90

TOTAL FEES 3475.00

DISBURSEMENTS:

Copies	23.80

	23.80

TOTAL FEES 3475.00

TOTAL DISBURSEMENTS 23.80

Matter Total 3498.80

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: BING METALS GROUP, INC.

000115900-0125

DATE	INIT	DESCRIPTION	TASK	HOURS
09/12/06	TBR	Telephone conference with M. Everett regarding business plan.	03	.20
09/20/06	TBR	Telephone conference with M. Everett regarding business plan meeting.	03	.30
09/24/06	TBR	Review and reply to J. Fischer e-mail regarding September 26 meeting.	03	.20
09/25/06	TBR	Telephone conference with J. Fischer regarding September 27 meeting.	03	.20
09/26/06	TBR	Telephone conference with J. Fischer regarding cash shortfall, meeting.	03	.40
09/26/06	TBR	Telephone conference with M. Everett regarding all hands meeting, GM.	03	.30
09/28/06	TBR	E-mails with GM, Ford counsel regarding additional funding, Accommodation Agreement.	03	.40
09/28/06	TBR	Telephone conferences with M. Everett, A. Perry regarding funding.	03	.50
09/29/06	TBR	Telephone conference with J. Fischer regarding funding.	03	.30
09/29/06	TBR	Review draft Amendment to Accommodation Agreement.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/29/06	TBR	Telephone conference with Delphi Team regarding funding.	03	.40
09/29/06	TBR	E-mail and telephone conference with A. Masse regarding Customer percentages.	03	.50

TOTAL BILLABLE HOURS 4.00

TOTAL FEES 1000.00

DISBURSEMENTS:

Copies	3.60

	3.60

TOTAL FEES 1000.00

TOTAL DISBURSEMENTS 3.60

Matter Total 1003.60

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: TENATRONICS LTD.

000115900-0126

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	TBR	Telephone conferences with A. Ruttman regarding Participation Agreement.	03	.50
09/01/06	TBR	Review Ruttman e-mail regarding Participation Agreement.	03	.20
09/01/06	TBR	E-mail to Customer Group regarding Sterling license.	03	.20
09/07/06	TBR	E-mails with A. Perry regarding Subordinated Participation Agreement.	03	.40
09/07/06	TBR	E-mails to Customer Group, BBK regarding Subordinated Participation Agreement.	03	.40
09/26/06	TBR	Review e-mails regarding JCI.	03	.20
09/26/06	TBR	Telephone conference with C. Reider regarding production issues.	03	.20
09/29/06	TBR	Telephone conference with C. Reider regarding operating problems.	03	.30
09/29/06	TBR	Review Agreements.	03	.30
09/29/06	TBR	Conference call with Receiver, Customers regarding status report.	03	1.00

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

TOTAL BILLABLE HOURS	3.70
TOTAL FEES	925.00

DISBURSEMENTS:

Copies	6.00

	6.00

TOTAL FEES	925.00
------------	--------

TOTAL DISBURSEMENTS	6.00
---------------------	------

Matter Total	931.00
	=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: AMERICAN RUBBER PRODUCTS

000115900-0127

DATE	INIT	DESCRIPTION	TASK	HOURS
09/25/06	MEW	Attention to disposition of escrowed funds.	03	.20
09/27/06	MEW	Attention to closing agreement, payment of escrowed funds to ARP.	03	.40
09/29/06	MEW	Review UCC sale agreement regarding payment for two items of equipment upon demonstration that ARP has obtained title from lessors and authorize payment of escrowed funds.	03	.80

TOTAL BILLABLE HOURS 1.40

TOTAL FEES 350.00

TOTAL FEES 350.00

Matter Total 350.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: QC ONICS

000115900-0128

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	MEW	Negotiate and review Accommodation Agreement, Subordinated Participation Agreement and discussions with counsel.	03	2.40
09/01/06	MEW	Attention to DIP Financing Order, Access Agreement.	03	1.00
09/01/06	MEW	Attention to Court's denial of Cash Collateral Stipulation and outline Delphi options.	03	3.50
09/01/06	MEW	Attention to Accommodation Agreement and negotiations with National City.	03	.80
09/01/06	MEW	Review Access Agreement, as amended by National City.	03	.30
09/01/06	MEW	Review Subordinated Participation Agreement as revised by National City.	03	.40
09/01/06	P H	Telephone call to Gail Eynon re: status of documents.	03	.90
09/01/06	P H	Conference with M. E. Wilkins.	03	.90
09/01/06	P H	Multiple conferences with BBK, M. E. Wilkins and Customer Group.	03	.90
09/01/06	P H	Multiple correspondence to BBK and W. Steury.	03	.80

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/01/06	P H	Review Bank changes to documents.	03	.80
09/02/06	MEW	Telephone from M. Everett regarding matter status.	03	.20
09/02/06	MEW	Prepare for and conduct call with Delphi team.	03	1.30
09/02/06	MEW	Conferences with R. McDowell regarding matter background, need for National City responsiveness.	03	.30
09/02/06	MEW	Review National City revisions and outline and draft changes.	03	2.50
09/02/06	MEW	Email from M. Everett regarding production issues.	03	.10
09/02/06	MEW	Email from T. Monahan regarding Accommodation Agreement language.	03	.20
09/02/06	MEW	Correspondence from T. Monahan regarding Rivercross -- QC relationship.	03	.10
09/02/06	MEW	Emails and attention to possibility of buying directly from Rivercross in Mexico.	03	.30
09/02/06	MEW	Review week of 9/05 funding needs.	03	.20
09/03/06	MEW	Prepare for and conference with Gail Eynon regarding equipment status, open issues.	03	.50
09/03/06	MEW	Email status to M. Everett.	03	.20
09/03/06	MEW	Prepare for and participate in Customer Group call.	03	.80
09/03/06	MEW	Review agreements, draft and circulate changes requested to National City counsel, team.	03	2.50
09/03/06	MEW	Email from T. Yoder regarding status, dealing with Judge Grant and emails to T. Yoder regarding supporting Debtor's counsel.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS

October 12, 2006

ACCOUNT NUMBER: 000115900

INVOICE NO.: 8315289

09/04/06	MEW	Discuss status, court approval of agreements with W. Steury.	03	.40
09/04/06	MEW	Summarize and review additional comments with Gail Eynon.	03	.50
09/04/06	MEW	Status conference with G. Eynon and W. Steury.	03	.30
09/04/06	MEW	Review and assess impact of changes by National City.	03	1.20
09/04/06	MEW	Prepare for and participate in Customer call.	03	.70
09/04/06	MEW	Email from BBK regarding advance formula under Accommodation Agreement.	03	.10
09/04/06	MEW	Review draft motions prepared by Debtor regarding DIP Financing and other agreements.	03	.20
09/04/06	MEW	Emails from T. Yoder (Yazaki outside counsel) regarding his thoughts on situation, dealing with Judge Grant.	03	.20
09/05/06	MEW	Communications with M. Everett regarding provisions of Accommodation Agreement and review current revision of Agreement.	03	1.00
09/05/06	MEW	Attention to DIP Financing documents, filing status and status of emergency hearing on DIP financing motion.	03	1.50
09/05/06	MEW	Attention to overall matter status.	03	1.00
09/05/06	MEW	Conferences with BBK regarding delay in hearing, cash operating needs this week and mechanisms to fund.	03	.80
09/05/06	MEW	Emails from and conference with National City counsel regarding approval of all agreements.	03	.90
09/05/06	MEW	Prepare for and participate in counsel -- BBK -- company call regarding cash needs, funding, hearing and DIP financing.	03	1.80

Butzel Long

A PROFESSIONAL CORPORATION

ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS

October 12, 2006

ACCOUNT NUMBER: 000115900

INVOICE NO.: 8315289

09/05/06	MEW	Prepare for and participate in Customer Group call to discuss current status, comments to agreements, alternative funding.	03	1.40
09/05/06	MEW	Prepare for and participate in attorney -- BBK -- company call regarding current status, alternative funding.	03	.90
09/05/06	MEW	Outline and email bank counsel with additional changes to Accommodation Agreement.	03	.30
09/05/06	MEW	Email from T. Yoder, Yazaki counsel, with proposed changes to Interim DIP Financing Order.	03	.10
09/05/06	MEW	Email regarding hearing, abandonment of assets pursuant to cash collateral order.	03	.20
09/05/06	MEW	Review revised Trust Agreement, funding need attachment.	03	.20
09/05/06	MEW	Review inventory and advance information from T. Monahan.	03	.20
09/05/06	MEW	Attention to overall status and outline contingency plan in the event National City determines not to proceed with plan.	03	.60
09/05/06	P H	Conference call with Customer Group.	03	.90
09/05/06	P H	Revisions to and attention to agreements.	03	.90
09/06/06	MEW	Telephone from T. Monahan regarding financing status, contingency plan.	03	.30
09/06/06	MEW	Telephone from G. Eynon regarding document finalization.	03	.10
09/06/06	MEW	Review bank changes to agreements.	03	.80
09/06/06	MEW	Review Interim DIP Financing Order; email to Wes Steury with change.	03	.20
09/06/06	MEW	Email to G. Eynon, S. Hostetler regarding advancing against inventory.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/06/06	MEW	Prepare for and participate in Customer call.	03	1.20
09/06/06	MEW	Prepare for and participate in attorney call regarding DIP financing hearing.	03	.70
09/06/06	MEW	Conference with Committee counsel P. Primm regarding refinancing order.	03	.30
09/06/06	MEW	Attention to finalization of Accommodation Agreement, Access Agreement, Subordinated Participation Agreement, DIP Financing Order and discussions and preparation for hearing.	03	3.50
09/06/06	MEW	Prepare for hearing on DIP Financing Motion, other documents.	03	2.00
09/06/06	P H	Conference call with Customer Group.	03	1.40
09/06/06	P H	Revisions to Trust Agreement.	03	1.30
09/07/06	MEW	Attention to clean versions of Customer Agreements.	03	.20
09/07/06	MEW	Attention to Amended Trust Agreement.	03	.10
09/07/06	MEW	Conference with T. Monahan regarding operational and new materials issues.	03	.30
09/07/06	MEW	Review updated documents and prepare for hearing on DIP Financing Motion, approval of Accommodation and Access Agreements.	03	2.00
09/07/06	MEW	Travel to South Bend for DIP Financing hearing and work with T. Monahan en route to prepare for hearing.	03	6.00
09/07/06	MEW	Prepare for and conferences with counsel and attend hearing on DIP Financing Motion.	03	2.50
09/07/06	MEW	Follow-up communications regarding DIP Financing, logistics of funding.	03	1.00
09/07/06	MEW	Correspondence from National City counsel regarding document status.	03	.10

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/07/06	MEW	Attention to fees for QC professionals.	03	.20
09/07/06	MEW	Correspondence regarding finalization of agreements for hearing.	03	.10
09/07/06	MEW	Attention to finalization of documents.	03	.10
09/07/06	MEW	Review proposed interim financing order.	03	.30
09/07/06	MEW	Communication regarding agreement not to disgorge professional fees.	03	.20
09/07/06	MEW	Correspondence to Debtor's counsel regarding professional fees.	03	.10
09/07/06	MEW	Attention to covering payroll check dishonored by National City.	03	.20
09/07/06	P H	Telephone conference with D. Wollschlager, M. Wilkins and G. Eynon.	03	1.20
09/07/06	P H	Attention to agreements.	03	1.20
09/07/06	P H	Correspondence to and from A. Perry.	03	1.20
09/08/06	MEW	Attention to and review customer payables estimates as of 9/08.	03	.50
09/08/06	MEW	Prepare for and participate in Customer call.	03	1.00
09/08/06	MEW	Review proposed "Bid Template."	03	.30
09/08/06	MEW	Analysis of Rivercross situation, risk to customers.	03	1.40
09/08/06	MEW	Review email and note regarding execution of new Promissory Note by QC.	03	.30
09/08/06	MEW	Attention to Yazaki signature pages on agreements.	03	.10
09/08/06	MEW	Email to Yazaki counsel regarding National City and Rivercross.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/08/06	MEW	Prepare for and call regarding Kensa and Asaba issues.	03	.50
09/08/06	MEW	Attention to execution of Subordinated Participation Agreement.	03	.10
09/08/06	MEW	Review projected customer sales information.	03	.30
09/08/06	MEW	Attention to funding status, National City.	03	.30
09/08/06	MEW	Summarize Delphi obligations in Accommodation Agreement and sale milestones.	03	1.50
09/08/06	P H	Conference call with Customer Group.	03	.80
09/08/06	P H	Correspondence to and from Delphi.	03	.70
09/08/06	P H	Attention to execution of agreement.	03	.70
09/09/06	MEW	Attention to alleged non-competition agreement purportedly precluding Asaba from purchasing QC's assets.	03	.30
09/11/06	MEW	Review BBK talking points regarding non-participating customers and review company's summary of other customers.	03	.30
09/11/06	MEW	Prepare for and participate in call to discuss potential contributions by other customers to operating costs.	03	.70
09/11/06	MEW	Attention to Rivercross contract and discuss approach with Debtor's counsel.	03	.40
09/11/06	MEW	Status email to M. Everett, BBK.	03	.30
09/11/06	MEW	Attention to participation of other customers in funding cash shortfall.	03	1.20
09/11/06	MEW	Attention to funding issues, National City problems.	03	2.00
09/11/06	MEW	Email to BBK regarding copying counsel on communications to QC.	03	.10

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/11/06	MEW	Brief review of clean customer documents.	03	.40
09/11/06	MEW	Attention to Asaba -- prospective purchaser.	03	.10
09/11/06	MEW	Email from National City regarding funding details.	03	.10
09/11/06	MEW	Emails regarding National City funding.	03	.10
09/12/06	MEW	Prepare for and participate in Customer Group call.	03	.80
09/12/06	MEW	Email to QC counsel regarding sale process, Rivercross.	03	.20
09/12/06	MEW	Review documents and attention to funding needs and execution of all.	03	1.20
09/12/06	MEW	Telephone from BBK and conference call with Wes Steury regarding execution of agreements.	03	.30
09/12/06	MEW	Attention to funding needs, communications with BBK, Yazaki counsel, QC counsel regarding execution of documents.	03	1.20
09/12/06	MEW	Attention to sale status, Asaba prospective purchaser.	03	.30
09/12/06	MEW	Review two-week sales projections.	03	.30
09/13/06	MEW	Attention to Debtor's execution of documents and funding needs.	03	1.40
09/13/06	MEW	Conference with T. Yoder, Yazaki counsel, regarding execution of documents, funding.	03	.20
09/13/06	MEW	Attention to funding issues, communications between customer team and National City.	03	.90
09/13/06	MEW	Review minutes of 9/12 meeting.	03	.20
09/13/06	MEW	Review Amended Stipulation regarding DIP Financing.	03	.80
09/13/06	MEW	Review correspondence regarding Asaba offer.	03	.20

Butzel Long

A PROFESSIONAL CORPORATION

ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/13/06	MEW	Attention to agenda for 9/14 call and prepare for call.	03	.70
09/13/06	MEW	Conferences with D. Wollschlager regarding Delphi funding instructions to National City.	03	.30
09/14/06	MEW	Attention to Rivercross motion status and options.	03	.50
09/14/06	MEW	Prepare for and participate in Customer Group call.	03	1.00
09/14/06	MEW	Attention to National City issues regarding establishment of funding mechanism.	03	2.00
09/14/06	MEW	Attention to funding work-around, revised borrowing base certificate in light of National City failure to promptly establish funding system.	03	2.50
09/14/06	MEW	Attention to JST request to be critical vendor.	03	.10
09/14/06	MEW	Attention to operational issues -- implementing material purchase controls and discuss with T. Monahan.	03	.30
09/14/06	MEW	Email to Yazaki counsel regarding Rivercross motion and strategy.	03	.30
09/14/06	MEW	Attention to bank build issues, logistics of funding.	03	.40
09/14/06	P H	Conference call with Customer Group.	03	.90
09/15/06	MEW	Attention to funding issues, short-term cash needs.	03	2.50
09/15/06	MEW	Attention to JST request to be treated as a "critical vendor."	03	.50
09/15/06	MEW	Attention to National City funding issues.	03	.40
09/15/06	MEW	Attention to sale issues, bid template.	03	.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/15/06	P H	Correspondence to T. Monahan; telephone call from A. Perry.	03	.60
09/16/06	MEW	Communications regarding National City and funding issues.	03	.30
09/17/06	MEW	Email regarding Rivercross status.	03	.10
09/18/06	MEW	Conference with T. Monahan regarding National City failure to cooperate in setting up funding.	03	.20
09/18/06	MEW	Voicemail to Gail Eynon, Steve Hostetler regarding funding by bank and email to same regarding National City objections, possible breach of agreements, cash needs.	03	1.00
09/18/06	MEW	Telephone from Steve Hostetler regarding funding status.	03	.30
09/18/06	MEW	Email to T. Monahan, M. Everett regarding funding status.	03	.30
09/18/06	MEW	Attention to National City failure to set up funding per agreement, possible emergency motion to enforce terms of DIP Financing Order.	03	2.50
09/18/06	MEW	Attention to parts bank build needs and mechanics of funding.	03	.60
09/18/06	MEW	Conference with T. Monahan regarding bank build, funding.	03	.30
09/18/06	MEW	Review and outline key terms of agreements for client.	03	1.70
09/18/06	MEW	Attention to JST request to be critical vendor.	03	.10
09/18/06	MEW	Email to National City setting up funding mechanism.	03	.20
09/18/06	MEW	Attention to open issues, review Agenda for Customer call.	03	.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/18/06	P H	Attention to National City funding issues.	03	.70
09/19/06	MEW	Prepare for and participate in Customer status call.	03	1.50
09/19/06	MEW	Follow-up work with BBK regarding funding for bank build, raw materials purchase.	03	.50
09/19/06	MEW	Attention to prospective purchasers, sale process.	03	1.20
09/19/06	MEW	Attention to Delphi tooling lists.	03	.20
09/19/06	MEW	Attention to sale issues.	03	.30
09/19/06	P H	Conference call with Customer Group.	03	1.20
09/20/06	MEW	Attention to bank build funding and operating issues and discuss with BBK, R. Chapman.	03	1.50
09/20/06	MEW	Email from and conference with D. Wollschlager regarding assistance with organizing sale process.	03	.50
09/20/06	MEW	Attention to vendor issues and discuss with T. Monahan.	03	.50
09/20/06	MEW	Attention to sale issues, ensuring QC provides appropriate due diligence materials.	03	.70
09/20/06	MEW	Attention to open issues, funding, bank build issues.	03	.80
09/21/06	MEW	Prepare for and participate in Customer call.	03	1.00
09/21/06	MEW	Review correspondence from bank regarding sale process and consideration of means to address concerns.	03	1.10
09/21/06	MEW	Prepare for and participate in Customer call and summarize key open issues.	03	1.20
09/21/06	MEW	Attention to adding BBK operations capacity to project.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/21/06	MEW	Prepare for and conduct call with L. Smith, QC counsel regarding operational and funding issues.	03	1.60
09/21/06	MEW	Review revised DIP Financing Order.	03	.80
09/21/06	MEW	Review agenda and email regarding status and customer call and review budget for M&A work.	03	.40
09/22/06	MEW	Review benefits and process of getting outside assistance regarding sale.	03	1.00
09/22/06	MEW	Review operational assistance needs, costs.	03	1.20
09/22/06	MEW	Prepare for and conduct status call with Delphi team.	03	1.00
09/22/06	MEW	Prepare for and participate in Customer Group call.	03	.80
09/22/06	MEW	Attention to funding needs, production and bank build issues.	03	1.50
09/22/06	MEW	Email regarding and review National City response to Amended DIP Financing stipulation.	03	.20
09/25/06	MEW	Attention to material procurement and production issues.	03	1.20
09/25/06	MEW	Prepare for and participate in Delphi call regarding production and bank build issues.	03	1.50
09/25/06	MEW	Prepare for and participate in Delphi call regarding production and bank build issues.	03	1.00
09/25/06	MEW	Review Woodward Capital engagement and budget.	03	.50
09/25/06	MEW	Review Yazaki comments to Woodward engagement agreement.	03	.20
09/25/06	MEW	Review draft Final DIP order and bank's proposed changes.	03	.80
09/25/06	MEW	Review Committee comments to DIP order.	03	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/26/06	MEW	Prepare for and participate in Customer Group call.	03	1.30
09/26/06	MEW	Attention to resolution with National City as to Delphi ability to buy new materials directly for QC parts bank build.	03	.80
09/26/06	MEW	Prepare for and participate in Delphi call regarding raw material acquisition, bank build.	03	1.20
09/26/06	MEW	Review proposed Final DIP Financing Order and proposed edits from National City, Creditor's Committee, Yazaki.	03	1.00
09/26/06	MEW	Attention to finalization of DIP Financing Order and conference with Yazaki counsel, Committee counsel.	03	.70
09/27/06	MEW	Prepare for and participate in Customer Group call.	03	.90
09/27/06	MEW	Follow-up work regarding raw material procurement.	03	.60
09/27/06	MEW	Attention to production part and bank build issues -- constraints facing raw material procurement and funding for materials.	03	4.50
09/27/06	MEW	Continue work regarding conference with BBK regarding mechanism to fund bank build.	03	1.00
09/27/06	MEW	Attention to provision of Delphi tooling lists to National City.	03	.50
09/27/06	MEW	Forward Delphi tooling lists to Wes Steury for QC's review and forwarding to National City.	03	.30
09/27/06	MEW	Email from T. Monahan regarding Thursday call, revised forecast.	03	.30
09/27/06	P H	Conference call with Customer Group.	03	1.00
09/28/06	MEW	Prepare for and participate in Customer call.	03	.90

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/28/06	MEW	Review revised forecast.	03	.30
09/28/06	MEW	Attention to providing tooling lists to National City and letter to National City counsel enclosing tooling lists.	03	.80
09/28/06	MEW	Review and analysis of potential risks to production and to removal of tooling due to QC non-payment of Mexican shelter entity.	03	3.50
09/28/06	MEW	Analysis of issues relating to production in Mexico.	03	1.70
09/28/06	MEW	Telephone to T. Monahan (BBK) regarding matter status, strategy going forward.	03	.30
09/28/06	MEW	Attention to Customer options in the event of a perceived or threatened shutdown of Reynosa facility by Mexican workers.	03	.50
09/28/06	MEW	Attention to participation by other customers - including Alcoa.	03	.20
09/28/06	MEW	Conference with Delphi (L. Gavin) regarding sale prospects, possible need to resource.	03	.20
09/28/06	MEW	Review BBK minutes and open items going forward.	03	.20
09/28/06	MEW	Attention to current funding needs, request for funding.	03	.10
09/28/06	MEW	Review agenda for 9/29 Customer call.	03	.10
09/28/06	P H	Conference call with Customer Group; attention to materials correspondence.	03	.80
09/28/06	JRS	Telephone call with F. Gil re QC Onics.	03	.20
09/28/06	JRS	Telephone call with F. Gill re QC Onics.	03	.20
09/28/06	JRS	Telephone call with M. Wilkins, T. Yoder re QC Onics.	03	.20
09/28/06	JRS	Confer with M. Wilkins re QC Onics.	03	.10

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/28/06	JRS	Confer with M. Wilkins re QC Onics.	03	.40
09/28/06	JRS	Factual research and analysis re QC Onics.	03	.60
09/29/06	MEW	Conferences with Yazaki counsel regarding strategy for approaching Novalink.	03	.80
09/29/06	MEW	Prepare for and participate in Customer Group call.	03	.60
09/29/06	MEW	Attention to risks to production from Mexican employees.	03	1.50
09/29/06	MEW	Review Woodward engagement agreement, proposed changes.	03	.50
09/29/06	MEW	Attention to Mexican production and Novalink issues.	03	.70
09/29/06	MEW	Attention to DIP financing order status, hearing Monday.	03	.40
09/29/06	MEW	Review bid procedures motion, proposed asset purchase agreement, for Monday hearing.	03	1.20
09/29/06	MEW	Attention to Trust Agreement regarding alternative funding.	03	.40
09/29/06	MEW	Review revised Woodward budget (from Yazaki).	03	.20
09/29/06	P H	Conference call with Customer Group.	03	.90
09/30/06	MEW	Consideration of options for dealing with Novalink pre-petition claim, risks of Mexican production.	03	1.50

TOTAL BILLABLE HOURS 172.90

TOTAL FEES 42091.40

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

DISBURSEMENTS:

Copies	60.00	
Travel Expenses	216.66	

		276.66

TOTAL FEES	42091.40
------------	----------

TOTAL DISBURSEMENTS	276.66
---------------------	--------

Matter Total	42368.06
	=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: GENERAL MOTORS ARBITRATION

000115900-0129

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	HCD	Review correspondence re supplemental production.	10	.20
09/01/06	HCD	Work on review and organization of GM production of documents.	10	.40
09/01/06	HCD	Work on request for supplemental production of documents.	10	.60
09/01/06	TJL	Meeting to discuss document review with B. Donovan.	10	1.00
09/01/06	MTB	Printed and read over outline of potential document categories provided by Bert Donovan.	10	.20
09/01/06	MTB	Met with Bert Donovan and Tim Lowe to discuss the document review of the G.M. documents provided in regards to the Catalytic Converter Recall.	10	.60
09/01/06	MTB	Reviewed general information concerning Catalytic Converters in order to have a better understanding of the documents provided by General Motors.	10	.30
09/05/06	EMK	Work on document review.	10	.10
09/05/06	HCD	Review initial GM production and assess categories produced and not produced.	10	.80

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/05/06	HCD	Work on supplemental production.	10	.90
09/05/06	HCD	Review Arbitration Agreement re request for supplemental production.	10	.20
09/05/06	MTB	Began reviewing documentation provided by G. M. in regards to the recall of the catalytic converters.	10	2.80
09/06/06	EMK	Work on requests for production.	10	.50
09/06/06	EMK	Conference call with J. Papalian and W. Cosnowski regarding request for production.	10	.80
09/06/06	EMK	Second call to W. Cosnowski.	10	.20
09/06/06	EMK	Further work on requests.	10	1.00
09/06/06	EMK	E-mail to GM attorney.	10	.10
09/06/06	HCD	Work on supplemental request for documents.	10	.80
09/06/06	HCD	Review GM supplied documents.	10	.40
09/06/06	HCD	Arrange for review of Delphi supplied documents.	10	.20
09/06/06	HCD	Assess privilege and privilege log issues.	10	.30
09/06/06	TJL	Revise supplemental requests for production.	10	1.40
09/06/06	MTB	Reviewed Delphi Documents provided from G.M. in regards to the recall of the catalytic converter.	10	4.00
09/07/06	EMK	Letter to GM attorney regarding request for production.	10	.20
09/07/06	HCD	Review GM produced documents.	10	.80
09/08/06	HCD	Review (initial) CDs from client.	10	.20
09/08/06	HCD	Follow up re supplemental requests for documents.	10	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/11/06	EMK	Telephone call from A. Sotak regarding extension of time on document requests.	10	.10
09/11/06	EMK	Work on document review.	10	.20
09/11/06	EMK	E-mail to W. Cosnowski.	10	.10
09/11/06	HCD	Review GM documents, and begin analysis of same, identifying key documents.	10	1.00
09/11/06	HCD	Review Delphi production of CDs and assess how best to organize same.	10	1.30
09/11/06	HCD	Confer with client re open document review and privilege issues via e-mail.	10	.30
09/11/06	L C	Indexed the data housed on 6 CDs produced by Delphi Automotive Systems.	10	1.70
09/11/06	TJL	Review GM produced documents.	10	.20
09/12/06	EMK	Telephone call from GM attorney regarding extension on discovery.	10	.10
09/12/06	HCD	Document review, analysis and organization.	10	1.80
09/12/06	HCD	Conference with W. Cosnowski re document review and privilege issues.	10	.30
09/12/06	HCD	Conference with GM counsel re request for supplemental production.	10	.20
09/12/06	L C	Attempted to load 6 CDs of data produced by Delphi Automotive Systems into Summation.	10	.80
09/12/06	L C	Conference with vendor regarding loading and copying issues.	10	.40
09/12/06	TJL	Review and sort GM produced documents.	10	1.20
09/13/06	HCD	Organize and review documents produced by GM and Delphi.	10	1.60
09/13/06	HCD	Conference with client re documents produced by GM and Delphi.	10	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/13/06	L C	Communications with W. Cosnowski and H. Donovan regarding issues with loading data from 6 CDs into Summation.	10	.20
09/13/06	L C	Reviewed the data errors.	10	.40
09/13/06	TJL	Review and sort GM documents.	10	.50
09/14/06	TJL	Review GM produced documents.	10	.20
09/14/06	MTB	Read background information concerning the recall of the catalytic converter; these documents included General Motors and Delphi Arbitration Agreement and Procedure; Executive Summaries; Project Summaries; W-Car Converter Plugging warranty; PPAP Overview; Delphi W-Car Customer Presentation; Letter from General Motors Corporation Legal Staff dated May 3, 2006; and Root Cause Investigation.	10	2.00
09/14/06	MTB	Reviewed General Motors documents regarding the recall of the catalytic converter.	10	1.70
09/15/06	L C	Communications with W. Cosnowski, H. Donovan, and a vendor regarding issues with loading data from 6 CDs into Summation.	10	.40
09/15/06	L C	Attempted a fix for the dii files.	10	1.00
09/18/06	HCD	Review Delphi CDs and assess best ways to organize and analyze.	10	.20
09/18/06	HCD	Assess privilege issues.	10	.20
09/18/06	HCD	Review Agreement re privilege log timing and content.	10	.20
09/18/06	L C	Loaded the DVD of documents Delphi produced into Summation.	10	2.20
09/18/06	TJL	Review GM produced documents.	10	.30
09/18/06	MTB	Marked the beginning and end of each spreadsheet.	10	.30

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/18/06	MTB	Sorted through large spreadsheets to discover if any textual documents existed in between spreadsheets provided by General Motors.	10	1.70
09/19/06	EMK	Prepare for meeting with W. Cosnowski.	10	.10
09/19/06	EMK	Meet with W. Cosnowski regarding document data base and privilege log.	10	1.00
09/19/06	HCD	Review and organize Delphi production.	10	2.80
09/19/06	HCD	Meet with W. Cosnowski re Delphi production and various strategy issues.	10	1.40
09/19/06	HCD	Work on memo re Delphi production and various strategy issues.	10	.50
09/19/06	L C	Updated the document review parameters.	10	1.20
09/19/06	MTB	Finished sorting through documents provided by General Motors to discover if any textual documents existed in between spreadsheets and to sort textual documents into manageable sub-groups.	10	3.10
09/19/06	MTB	Divided spreadsheets into individual files, while keeping corresponding spreadsheets grouped together.	10	.50
09/19/06	MTB	Designed excel spreadsheet to keep track of documents related to the Delphi/General Motors arbitration.	10	.30
09/20/06	HCD	Work on document review and organization.	10	.30
09/20/06	HCD	Review client memo re document review and organization.	10	.20
09/20/06	HCD	Review GM documents.	10	.30
09/20/06	MTB	Document review; reviewed and summarized the textual documents from General Motors - entered the reviewed data summaries into the created excel spreadsheet.	10	6.70

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/21/06	TJL	Record comments on GM document review.	10	.90
09/21/06	MTB	Finished summarizing textual documents from the General Motors documents.	10	1.30
09/21/06	MTB	Work on excel spreadsheet summarizing the General Motors documents.	10	.60
09/21/06	MTB	Work on document summaries.	10	1.10
09/21/06	MTB	Entered the summaries of the textual documents from the General Motors documents into an excel spreadsheet.	10	.40
09/22/06	HCD	Document review.	10	1.10
09/22/06	HCD	Assess privilege issues and schedule.	10	.20
09/22/06	L C	Categorized images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	2.60
09/25/06	L C	Continued categorizing images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	7.60
09/26/06	EMK	Work on document production.	10	.10
09/26/06	L C	Continued categorizing images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	7.80
09/26/06	MTB	Reviewed large spreadsheets and summarized the spreadsheets by cataloging their sub-headings.	10	4.00
09/27/06	EMK	Review GM document requests.	10	.30
09/27/06	EMK	Work on privilege log approach.	10	.20
09/27/06	EMK	E-mail to W. Cosnowski regarding new discovery and privilege log.	10	.10
09/27/06	EMK	Telephone call from W. Cosnowski regarding privilege log.	10	.20

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/27/06	EMK	Telephone call to A. Sotak (GM attorney) regarding dates.	10	.20
09/27/06	EMK	E-mail to A. Sotak.	10	.20
09/27/06	EMK	E-mail from A. Sotak and to W. Cosnowski.	10	.10
09/27/06	HCD	Review supplemental document requests.	10	.30
09/27/06	HCD	Assess privilege log issue.	10	.20
09/27/06	HCD	Meet re document review and organization.	10	.10
09/27/06	L C	Continued categorizing images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	8.10
09/28/06	L C	Continued categorizing images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	5.40
09/29/06	L C	Continued categorizing images in Summation that were prepared for production pursuant to our initial disclosures (not completed).	10	6.20

TOTAL BILLABLE HOURS 110.00

TOTAL FEES 17090.90

DISBURSEMENTS:

Copies	13.30
Document Copy Charges	63.60

	76.90

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

TOTAL FEES 17090.90

TOTAL DISBURSEMENTS 76.90

Matter Total 17167.80

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: INTERIOR GROUP SALE

000115900-0130

DATE	INIT	DESCRIPTION	TASK	HOURS
09/05/06	SJ	Review/comment on revised Worth, Germany Phase I report.	03	.60
09/05/06	SJ	Review/comment on CRA Phase I report for Orion facility.	03	.70
09/06/06	SJ	Review/comment on Adrian facility draft Phase I site assessment.	03	.80
09/07/06	SJ	Follow up with Meg Briarton on forwarding of data room documents.	03	.20
09/08/06	SJ	Review communication and attachment from Dan Bicknell regarding final Orion report.	03	.80
09/18/06	SJ	Review preliminary SAT report for Portugal facility.	03	.80
09/18/06	SJ	Receive and review response from Margaret Fakuda to term Sheet comments.	03	.40
09/18/06	SJ	Review project term sheet and send comments and questions to Margaret Fakuda.	03	1.00
09/20/06	SJ	Review revised term sheet from Margaret Fakuda.	03	.80
09/21/06	SJ	Review draft Mexico Lease and comments from D. Bicknell.	03	1.50

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/22/06	SJ	Review CIS Term Sheet from Karen Craft.	03	.40
09/25/06	SJ	Review documents from Paula Bond regarding miscellaneous Mexican Inspections for data room inclusion.	03	1.00
09/25/06	SJ	Communication with Mark Hester regarding Term Sheet and environmental liabilities.	03	.40
09/25/06	SJ	Review revised Term Sheet from Margaret Fakuda.	03	.60
09/26/06	SJ	Review Phase I ESA & ECA - Ponte de Sor, Portugal.	03	.70
09/26/06	SJ	Review communications from Marta Bellobi re: Phase II for Portugal facility.	03	.30
09/27/06	SJ	Call with Dan Bicknell re: Worth and Shanghai reports.	03	.30
09/27/06	SJ	Review and comment on Shanghai environmental report.	03	.40

TOTAL BILLABLE HOURS 11.70

TOTAL FEES 2620.80

DISBURSEMENTS:

Copies	2.50

	2.50

TOTAL FEES 2620.80

TOTAL DISBURSEMENTS 2.50

Matter Total 2623.30

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: THE AMERICAN TEAM, INC.

000115900-0132

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	TBR	Review revised Accommodation Agreement.	03	.50
09/01/06	TBR	Telephone conferences with S. Smith, BBK, regarding eligible supplier status.	03	.50
09/01/06	TBR	Conference call with Company, Customer Group, Bank regarding Accommodation Agreement.	03	.60
09/05/06	TBR	Telephone conference with Delphi Team regarding Accommodation Agreement.	03	.40
09/05/06	TBR	Telephone conferences with A. Silver regarding Accommodation Agreement.	03	.50
09/05/06	TBR	Review revised Agreements.	03	.70
09/06/06	TBR	Conference calls with Delphi Team regarding Accommodation Agreement, essential supplier status.	03	1.00
09/06/06	TBR	Telephone conferences with A. Silver regarding Accommodation Agreement.	03	.50
09/06/06	TBR	Revise Accommodation Agreement.	03	.50
09/06/06	TBR	Telephone conference with B. Trumbauer regarding Accommodation Agreement.	03	.40
09/07/06	TBR	E-mails with A. Silver regarding Agreements.	03	.50

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/07/06	TBR	Review final drafts of Agreements.	03	.30
09/07/06	TBR	E-mail to Delphi Team regarding Agreements.	03	.20
09/07/06	TBR	Review Bowman e-mail regarding signed Agreements.	03	.20
09/14/06	TBR	Drafted Trade Agreement.	03	.70
09/14/06	TBR	E-mail to M. Olson regarding same.	03	.20
09/15/06	TBR	Reply voicemail to B. O'Keefe regarding Trade Agreements.	03	.20
09/18/06	TBR	Reply e-mail to A. Silver regarding landlord waiver.	03	.20
09/25/06	TBR	Telephone conference with M. Olson regarding revised Trade Agreement.	03	.30

TOTAL BILLABLE HOURS 8.40

TOTAL FEES 2100.00

DISBURSEMENTS:

Copies	16.90

	16.90

TOTAL FEES 2100.00

TOTAL DISBURSEMENTS 16.90

Matter Total 2116.90

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

[PRIVILEGED AND CONFIDENTIAL INFORMATION]

RE: ADMIRAL TOOL & MANUFACTURING COMPANY 000115900-0134

DATE	INIT	DESCRIPTION	TASK	HOURS
09/01/06	TBR	Review draft Accommodation Agreement.	03	.60
09/01/06	TBR	Review and reply to K. Bourassa e-mail regarding Accommodation Agreement.	03	.20
09/05/06	TBR	Telephone conferences with K. Bourassa regarding Accommodation Agreement, resourcing.	03	1.00
09/05/06	TBR	Telephone conference with J. Gallo, P. Thompson, K. Bourassa regarding Accommodation Agreement.	03	.80
09/06/06	TBR	Worked on revisions to Accommodation Agreement.	03	.70
09/07/06	TBR	Revised Accommodation Agreement.	03	2.50
09/07/06	TBR	Review and reply to K. Bourassa regarding tooling, Agreement.	03	.40
09/07/06	TBR	Review e-mails regarding Toyota tools.	03	.40
09/11/06	TBR	Conference call with Delphi Team, Admiral regarding Toyota tooling, Accommodation Agreement.	03	.70
09/12/06	TBR	Review P. Thompson e-mail regarding Accommodation Agreement.	03	.20
09/19/06	TBR	Review Admiral Accommodation Agreement.	03	.60

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

09/19/06	TBR	E-mail to K. Bourassa regarding Accommodation Agreement.	03	.50
09/21/06	TBR	Telephone conference with P. Thompson regarding Accommodation Agreement.	03	.70
09/22/06	TBR	Telephone conference with K. Bourassa regarding Accommodation Agreement.	03	.40
09/29/06	TBR	Review and respond to K. Bourassa e-mails regarding paint expense.	03	.30

TOTAL BILLABLE HOURS 10.00

TOTAL FEES 2500.00

TOTAL FEES 2500.00

Matter Total 2500.00

=====

Butzel Long

A PROFESSIONAL CORPORATION
ATTORNEYS AND COUNSELORS

(I.D. NO. 38-2384883)

SUITE 900 150 WEST JEFFERSON
DETROIT, MICHIGAN 48226-4430
(313) 225-7000

DELPHI AUTOMOTIVE SYSTEMS
ACCOUNT NUMBER: 000115900
INVOICE NO.: 8315289

October 12, 2006

Invoice Total 120269.09
=====